



Plaintiffs filed an Unopposed Motion for Preliminary Approval of the Settlement. (Dkt. 56). The terms of the Settlement are set forth in the Settlement Agreement filed with the Motion for Preliminary Approval. (Dkt. 56-1). On April 25, 2014, the Court preliminarily approved the Settlement and certified a class for settlement purposes only. (Dkt. 62).

On September 24, 2014, Plaintiffs filed a Motion for Final Approval of Class Settlement and Approval of the Plan of Allocation ("Final Approval Motion") (Dkt. 63-64). That same day Class Counsel also filed the present Motion for Award of Attorneys' Fees and Reimbursement of Expenses, Case Contribution Award for Plaintiffs Eileen Joseph and Daniel Wishnatsky, and Reimbursement of Expenses to Plaintiff Daniel Wishnatsky ("Fees Motion") (Dkt. 67-68).

The Court conducted a fairness hearing on October 24, 2014, at which time the Court heard arguments with respect to both the Final Approval Motion and the Fees Motion.

By order dated October 28, 2014, the Court granted the Final Approval Motion. Remaining before the Court is the Fees Motion. Class Counsel seeks: (i) an award of attorneys' fees of 13.78% of the \$4,250,000.00 common fund established by the Settlement or \$585,650.00; (ii) reimbursement of litigation expenses of \$14,350.00; (iii) approval of Case Contribution Awards of \$5,000.00 each for Plaintiffs Eileen Joseph and Daniel Wishnatsky; and (iv) reimbursement of expenses to Plaintiff Daniel Wishnatsky of \$1,139.38.

Pursuant Rules 23(h) and 54(d)(2) of the Federal Rules of Civil Procedure, and for the reasons stated herein, the Court grants the Fees Motion and hereby awards attorneys' fees of 13.78% of the Settlement Fund and reimbursement of expenses of \$14,350.00 to Class Counsel, Case Contribution Award of \$5,000.00 each to Plaintiffs Eileen Joseph and Daniel Wishnatsky, and reimbursement of expenses to Plaintiff Daniel Wishnatsky of \$1,139.38 all to be paid from the Settlement Fund. In making the award of attorneys' fees to Class Counsel, the Court has

followed the percentage-of-recovery method for calculating attorneys' fees in common fund cases with a lodestar cross-check. In granting the Fees Motion, the Court finds as follows:

1. The approved Settlement has been achieved as a result of the efforts of Class Counsel and creates a common fund of \$4,250,000.00 in cash. This result obtained for the Class by Class Counsel is substantial.
2. A Settlement Notice was disseminated to Class Members indicating that Class Counsel would seek an award of attorneys' fees and reimbursement of expenses not to exceed \$600,000.00 of the Settlement Fund. The Settlement Notice also indicated that Class Counsel would seek Case Contribution Awards of \$5,000.00 each from the Settlement Fund for Plaintiffs Eileen Joseph and Daniel Wishnatsky. The Settlement Notice also stated that Class Counsel would seek \$1,139.38 from the Settlement Fund as reimbursement for expenses to Plaintiff Daniel Wishnatsky. The amounts of attorneys' fees, case contribution awards and reimbursement of expenses granted here are consistent with the Settlement Notice.
3. The Settlement Notice further explained the deadline and procedures for submitting claims to the Claims Administrator, objecting to the Settlement, and seeking exclusion from the Settlement. The Settlement Notice also informed the Class that the Court would hold a fairness hearing on October 24, 2014.
4. No Settlement Class Member has sought exclusion from the Settlement.
5. No Settlement Class Member has objected to: (a) the Settlement; (b) the Plan of Allocation; or (c) the Fees Motion. The lack of objections by Settlement Class Members supports the reasonableness of the requested attorneys' fees and reimbursement of expenses to Class Counsel, the case contribution awards to Plaintiffs Eileen Joseph and Daniel Wishnatsky, and

the reimbursement of expenses to Plaintiff Daniel Wishnatsky, and also demonstrates the Settlement Class Members' satisfaction with the Settlement and their implicit approval of the Settlement's terms, including the requested attorneys' fees and reimbursement of expenses to Class Counsel, the case contribution awards for Plaintiffs Eileen Joseph and Daniel Wishnatsky, and the reimbursement of expenses to Plaintiff Daniel Wishnatsky.

6. The Class is represented by highly experienced and competent counsel skilled in complex litigation and federal securities law. The skill of Class Counsel, and the efficiency and quality of Class Counsel's legal work support the award of attorneys' fees.
7. The Settlement is the product of a arms-length settlement negotiations between the parties which occurred in January of 2014, including a full-day mediation session before a private mediator.
8. The Action involves complex factual and legal issues. In the absence of the Settlement, there would have been lengthy proceedings with an uncertain resolution. The Settlement eliminates the risks of continued litigation including the possibility that Plaintiffs and the Class would recover less than the settlement amount or nothing from Defendants.
9. Class Counsel took the case on a contingent fee basis and, therefore, assumed the risk of nonpayment if the case did not settle. The award of 13.78% of the Settlement Fund in attorneys' fees is less than the one third contingent fee (33.3%) Class Counsel could have requested.
10. The attorneys' fees award serves public policy by properly balancing the public interest in guarding against a fee award that is too high with the need for the fee award to provide a financial incentive to competent and experienced counsel to pursue a worthy claim.

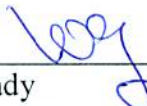
11. Class Counsel's efforts on behalf of the Class and results obtained for the Class further support the attorneys' fee award.
12. The award of a 13.78% of the Settlement Fund is comparable to fee awards in similar cases and falls within the range of awards made in securities fraud and other complex class action cases.
13. The propriety of the 13.78% fee award from the Settlement Fund is further bolstered by the use of the lodestar cross-check which indicates that the award is below the lodestar amount for the work performed without the use of a multiplier.
14. The award of 13.78% of the Settlement Fund is fair and reasonable.
15. The expenses for which Class Counsel seek reimbursement were reasonable and necessary, and typical of the expenses incurred in litigating this type of claim on behalf of the Class.
16. Plaintiffs Eileen Joseph and Daniel Wishnatsky rendered valuable service to the Class members and should be compensated for their efforts on behalf of the Class. Without their participation, there would have been no case and no Settlement. They have submitted declarations which establish that they lost time from their full time occupations in representing the interests of the Class.
17. The requested awards to Plaintiffs Eileen Joseph and Daniel Wishnatsky are consistent with the provisions of 15 U.S.C. § 78u-4(a)(4) which permits awards to class representatives to recover reasonable costs and expenses, including lost wages, directly relating to representation of the class.
18. The expenses for which Class Counsel seek reimbursement for Daniel Wishnatsky were reasonable and necessary, incurred in litigating claims on behalf of the Class and are supported by the record.



IT IS THEREFORE ORDERED that the Motion for Award of Attorneys' Fees and Reimbursement of Expenses, Case Contribution Award for Plaintiffs Eileen Joseph and Daniel Wishnatsky, and Reimbursement of Expenses to Plaintiff Daniel Wishnatsky is GRANTED.

IT IS FURTHER ORDERED that the Court approves an attorneys' fee award of 13.78% of the Settlement Fund, or \$585,650.00 to Class Counsel, reimbursement of expenses of \$14,350.00 to Class Counsel, a case contribution award of \$5,000.00 to Plaintiff Eileen Joseph, a case contribution award of \$5,000.00 to Plaintiff Daniel Wishnatsky; and reimbursement of expenses of \$1,139.38 to Plaintiff Daniel Wishnatsky, all to be paid from the Settlement Fund.

SO ORDERED.

  
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Liam O'Grady  
United States District Judge

October 28, 2014  
Alexandria, Virginia